

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:) Chapter 11
)
FORESIGHT ENERGY LP, *et al.*,) Case No. 20-41308-659
)
Debtors.) (Jointly Administered)
)
) Related Docket No.: 33

**SUPPLEMENTAL DECLARATION OF ALICE BELISLE EATON IN SUPPORT OF
THE DEBTORS' APPLICATION FOR AN ORDER AUTHORIZING THE RETENTION
AND EMPLOYMENT OF PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
AS ATTORNEYS FOR THE DEBTORS NUNC PRO TUNC TO THE PETITION DATE**

I, Alice Belisle Eaton, do hereby declare, under penalty of perjury,
that:

1. I am a partner in the law firm of Paul, Weiss Rifkind, Wharton & Garrison LLP (“Paul, Weiss” or the “Firm”), an international law firm with its principal offices at 1285 Avenue of the Americas, New York, New York 10019. I am a lead attorney from Paul, Weiss working on the above-captioned chapter 11 cases. I am a member in good standing of the Bar of the State of New York and I have been admitted to practice in the United States District Court for the Southern District of New York.

2. On March 10, 2020, Paul, Weiss submitted the *Declaration of Paul M. Basta in Support of the Debtors' Application for an Order Authorizing the Retention and Employment of Paul, Weiss, Rifkind, Wharton & Garrison LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* [Docket No. 33, Ex. A.] (the “Declaration”) pursuant to Bankruptcy Rule 2016 and section 329 of the Bankruptcy Code in support of the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Paul, Weiss,*

Rifkind, Wharton & Garrison LLP as Attorneys for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date [Docket No. 33].

3. I now submit this supplemental declaration, in accordance with Paragraph 25 of the Declaration, to disclose additional relationships that may be relevant to Paul, Weiss's representation of the Debtors and to supplement our disclosures in the Declaration. Such disclosure of additional related parties are reflected in the attached supplemental potential parties in interest list as Exhibit 1 hereto (the "Supplemental Potential Parties in Interest") and the supplemental disclosure schedule as Exhibit 2 hereto (the "Supplemental Disclosure Schedule").

4. The foregoing constitutes the statement of Paul, Weiss pursuant to sections 327(a), 329, and 504 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014 and 2016.

[Remainder of Page Intentionally Left Blank.]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: April 15, 2020

/s/ Alice Belisle Eaton
Name: Alice Belisle Eaton
Title: Partner
Paul, Weiss, Rifkind, Wharton & Garrison LLP

Exhibit 1

Supplemental Potential Parties in Interest List

Foresight Energy LP.: SUPPLEMENTAL POTENTIAL PARTIES IN INTEREST

Creditor Advisors

Sullivan & Worcester LLP
Thompson Coburn LLP
Buchanan Ingersoll & Rooney PC
Conway MacKenzie
Whiteford Taylor Preston LLP
Berkeley Research Group, LLC

Attorneys, Professionals and Financial Advisors (Including Accountants and Investment Banks)

Baker & Hostetler LLP
Blank Rome LLP

Surety Issuers

Indemnity National Insurance Co

Surety Obligees

EJ Water Company, LLC

Significant Taxing Authorities

Belmont County Treasurer
Benton High School
Benton Library District
Bond County
Rend Lake College

Parties to Significant Litigation

William Jackson
Joshua Elliott
Kenneth Grossman
Matthew Stubblefield
Vincent Moody

Insurers

Ascot Insurance Company
West of England
Safe Harbor Pollution
Atlantic Specialty

Top 50 Unsecured Creditors

Natural Resource Partners LLP
Dewind One Pass Trenching LLC
Irwin Mine And Tunneling Supply
Core & Main LP
Richwood Industries Inc
Midwestern Machine & Hydraulic Inc
Crown Products & Services Inc
K & E Technical Inc
Marmic Fire & Safety Co Inc
The Reschini Agency Inc
Strata Safety Products LLC
D & D Customized Electrical
Omni Sales and Service Inc
Date Mining Services LLC

Significant Customers

Gavin Power LLC
Tennessee Valley Authority
UCI, Inc.

Ordinary Course Professionals

Nelson Wood

United States Trustee's Office

Paul Randolph
Carole J. Ryczek

Bankruptcy Judges (Eastern District of Missouri)

Barry S. Schermer
Kathy A. Surratt-States

Exhibit 2

Supplemental Disclosure Schedule

Matched Entity	Relationship to Debtors	Relationship to Paul, Weiss¹
Ascot Insurance Group	Debtors' Insurance Company	Subsidiary or Affiliate of a Current Client
Gavin Power LLC	Debtors' Significant Customer	Subsidiary or Affiliate of a Current Client

1. The term "current client" means an entity listed as a client, or related to a client, in Paul, Weiss's conflicts search system where that matter is reported as open. The term "former client" means any entity listed as a client, or related to a client, in the Paul, Weiss conflicts search system where the matter is reported as closed within the last three (3) years. Whether an actual client relationship exists can only be determined by reference to the documents governing Paul, Weiss's representation rather than its potential listing in Paul, Weiss's conflicts search system. The following table of entities, generated by the conflicts search system, is overinclusive for disclosure purposes.